Point Foundation Board of Trustees

Minutes of a Regular Meeting

October 22, 1996

The meeting of the Board of Trustees was called to order by President Ty Cashman at 6:45 p.m., Tuesday, October 22, 1996 in the board room of St. Mary's Medical Center in San Francisco.

Present from the Board: Ty Cashman, David Katz, Mayumi Oda, Wade Rose, Michael Stone, Peter Warshall.

Approval of Minutes. David moved, Ty seconded, that the minutes of the September 30 meeting be approved as distributed. The motion was passed 5-0 with one abstention.

Report on Meeting with Doug Tompkins. Mayumi and Ty reported on their visit to Chile to meet with Doug Tompkins. They believe that he now has a much better sense of the *Whole Earth Review* and of the mission of the Point Foundation under its current leadership. He informed them that he has veto power but not complete authority to make decisions on behalf of the Foundation for Deep Ecology. Any funding decision would require the concurrence of Jerry Mander and Quincey Tompkins. Although they prefer to make decisions according to their regular timetable (consideration of all proposals at the same time, in January), they might consider making an extraordinary decision. Ty will contact Jerry and Quincey about their schedules. Peter will speak with them, if possible, and ask their recommendation on next steps.

Cash Flow Report. Mike circulated the current cash flow statement, showing cash on hand as $170,674 and short- and long-term liabilities totaling $168,634. The board asked for monthly financial reports (assuming that there may be a time when it is not meeting at least once every month).

Old Business

David and Mayumi reported on their discussions with Ruth Kissane. The board agreed by consent to instruct David to offer Ruth either (a) $7,000 and the PowerBook computer as a complete and final settlement of obligations owed her on her employment contract, or (b) $5,000 and the computer now and the unguaranteed possibility for additional payment at a later date, dependent on future Point profitability. David will ask Greg Fox to draw up a settlement agreement stipulating the basis for any future payments.

David reported on discussions with Cadmus Press. By consensus, the board approved settlement terms in principle, to be reviewed after examination of the document being prepared by Greg Fox.

David will ask Greg for clarification about the implications of the possible precedents of settling now with some of Point's creditors. Mike asked if Greg is doing this work *pro bono* and was assured that he is.

By consensus, the board approved giving Mike authority to agree to settlements with any creditors with outstanding claims of $1,000 or less.

Mike and David reported on long-standing discussions with Earth Smarts Development concerning licensing of the name "Whole Earth" for use with a proposed shopping mall in New York. David moved, Wade seconded, that Point should notify Earth Smarts that the board has elected not to link Point or "Whole Earth" with retailing merchandising projects at this time. The motion was passed unanimously. Mike will notify Earth Smarts, and will also inform them that they will be notified if this policy changes.

Peter moved, David seconded, that the board accept Greg Fox's resignation, that Ty write him a letter of thanks, and that Mike send him several MWECs as a symbol of the board's gratitude for his contributions to Point.

The board agreed to wait until after the November 2-3 retreat before considering a replacement for Greg or other possible new board members.

Point Mission Statement. Board members suggested a list of possible elements to be included in a statement of Point's Mission. Ty will formulate a broad but focused statement for consideration by the rest of the board. The first round of consideration will take place by fax and phone. The following round will occur during the first segment of the retreat November 2.

Decision Retreat. The board discussed possible additional people to invite. Mayumi will invite J Baldwin and Deidre English. David is still waiting to hear from John Kelsey. David is waiting to hear from Sharyle Patton and/or Michael Lerner.

The board agreed on a tentative schedule:

Saturday:

9:00	Board meet with Eric Douglas
11:00	Work session of full retreat group
1:00	Lunch
2:30	Work session
4:00	Break

5:00 Work session
6:30 Dinner
8:00 Evening Session

Sunday:

8:30 Breakfast
9:30 Work Session
11:30 Lunch
12:30 Wrap-Up Session
3:00 Clean up, go home, get to work on implementing decisions

David will ask Liz to serve as staff for the retreat, to free Mayumi to function as a board member. David will speak to Eric about meeting logistics. Mike will confer with Eric about preparing materials to send in advance to participants and to have on hand. Mike will oversee getting materials (including subscriber fund-raising letter and map to Mayumi's house) to participants and preparing hand-outs of contact information about participants. David and Peter will bring materials, including other journals to compare with WER. Several board members will bring food.

Ongoing Editorial Work. Peter outlined several options, given the delays caused by the board's inability so far to make a decision to resume publishing. The board reviewed the process which led to his having been offered the position in September. Peter informed the board that he will need up to two months to extricate himself from other responsibilities once a go-ahead decision is made, and that a first issue will take 3-4 months to complete once he is available to work on it. He said that he can wait until shortly after the retreat for a decision, but will not be able to continue keeping himself available unless the board can decide at that point to make a commitment. The board agreed that it must keep these considerations in mind as it assesses alternatives between now and November 3.

Fund-Raising Efforts. The board agreed to consider approaching the Marin Community Foundation after its November 2-3 sessions. Contacts with the Foundation for Deep Ecology will proceed as noted above. Mayumi will make a preliminary inquiry to Sacharuna Foundation. Ty mentioned some new possibilities raised by Sharyle Patton. Peter will continue attempting to contact her and will pursue that discussion with her as well.

The Millennium Whole Earth Catalog. Mike informed the board that we have been given 24 hours Harper Collins to better the $2.45 auction price for the 16,000 copies of MWEC which it is remaindering (the whole lot must be purchased at one time). After discussion, the board agreed by consensus not to spend the $40,000 needed to purchase the books.

Next Meeting. The board will meet at 9:00 Saturday, November 2 at Mayumi's home in Muir Beach.

The meeting was adjourned at 10:00 p.m.

Respectfully submitted,

Michael K. Stone
Secretary